

UNITED STATES BANKRUPTCY COURT  
DISTRICT OF MASSACHUSETTS  
CENTRAL DIVISION

	)	
In re:	)	
	)	
TOP LINE GRANITE DESIGN INC.	)	Chapter 11
	)	Case No. 22-40216-EDK
Debtor	)	
	)	
	)	

UNITED STATES TRUSTEE’S OBJECTION TO  
DEBTORS’ MOTION FOR AN ORDER (A) AUTHORIZING AND APPROVING SALE AND  
BIDDING PROCEDURES AND BREAKUP FEE IN CONNECTION WITH PROPOSED  
SALE OF THE DEBTOR’S ASSETS; (B) SCHEDULING A HEARING TO CONSIDER  
APPROVAL OF THE SALE; (C) PRESCRIBING THE MANNER OF NOTICE FOR SUCH  
HEARING; (D) AUTHORIZING AND APPROVING ASSET PURCHASE AGREEMENT  
WITH FGC EPC, LLC, OR ANOTHER BIDDER PROVIDING A HIGHER OR BETTER  
OFFER; (E) AUTHORIZING SUCH SALE FREE AND CLEAR OF ALL LIENS, CLAIMS,  
ENCUMBRANCES, AND OTHER INTERESTS; (F) APPROVING THE ASSUMPTION  
AND ASSIGNMENT OF CERTAIN PREPETITION AGREEMENTS; AND (G) GRANTING  
OTHER RELATED RELIEF  
*(the “Motion”)*

William K. Harrington, Esq., the United States Trustee, by and through counsel, hereby  
objects to Debtor’s Motion [Dkt. No. 176], and states as follows:

1. Top Line Granite Design Inc., (the “Debtor”), filed a voluntary petition for relief  
under chapter 11 of the Bankruptcy Code, as a Subchapter V debtor, on March 25, 2022 (the  
“Petition Date”). Since the Petition Date, the Debtor has been operating its business as a debtor-  
in-possession with all the rights, powers and duties associated therewith as set forth in 11 U.S.C.  
§§ 1106 and 1107(a).

2. Steven Weiss, Esq. has been appointed Subchapter V trustee. The matters  
contained herein constitute a core proceeding under 28 U.S.C. § 157(b)(2)(A).

3. The United States Trustee objects to the Motion because the bidding procedures set forth in the Motion are deficient in the following ways:

- a) The lack of information regarding the stalking horse buyer, FGC EPC, LLC (the “Buyer”), is conspicuous. There is no information identifying the Buyer other than its name. Neither is there any statement as to whether or not the Buyer, or any of its principals/managers, are insiders of the Debtor.
- b) Because a condition precedent of the sale is entering into a “certain agreement between the Proposed Buyer and the Debtor’s principal” (Motion at p.5), parties in interest and potential bidders should be provided with more information about the terms of this certain agreement.
- c) The Debtor, in the Motion, indicates that copies of the allowed bid procedures and the sale notice will be served upon, among others, scheduled creditors of the Debtor and “potential interested parties with respect to assets of the Debtor.” (Motion at p.19). The Motion is silent as to the number of potentially interested parties will be served, or how these parties have been identified as potential buyers.

4. The United States Trustee reserves the right to raise further objections to the Motion, both with respect to the bidding procedures and to the sale terms.

WHEREFORE, the United States Trustee respectfully requests that this Court enter an order sustaining the United States Trustee's objection, and granting other relief as is just and proper.

Respectfully submitted,  
WILLIAM K. HARRINGTON  
United States Trustee, Region 1  
By: /s/ Lisa D. Tingle  
Lisa D. Tingle (BBO # 633275)  
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Dated: September 27, 2022

CERTIFICATE OF SERVICE

I, Lisa D. Tingle, hereby certify that on September 27, 2022, I caused a copy of the foregoing document to be served by email through the Court's ECF system to all entities and interested parties that are registered users thereof in this case, and by electronic mail, to the twenty largest unsecured creditors.

/s/ Lisa D. Tingle  
Lisa D. Tingle